

DECLARATION OF WILLIAM M. KATZ

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CONNECTICUT BANK OF COMMERCE,	§	
Plaintiff,	§	
v.	§	
THE REPUBLIC OF CONGO	§	
Defendant,	§	CIVIL ACTION No. 05-762 SLR
and	§	
	§	
CMS NOMEKO CONGO INC.,	§	
	§	
Garnishee.	§	

**DECLARATION OF WILLIAM M. KATZ, JR. IN SUPPORT OF CMS NOMEKO'S
MOTION FOR ORDER AWARDING ATTORNEY'S FEES AND OTHER COSTS**

William M. Katz, Jr. declares the following:

1. My name is William M. Katz, Jr. I am over the age of twenty-one years and am competent to make this declaration. I have personal knowledge of the facts stated in this declaration, and they are true and correct.
2. I obtained a J.D. degree from Georgetown University Law Center in 1994 and have been licensed to practice law in the State of Texas since November 1994. I am also licensed to practice law in the State of New York and the District of Columbia. Since November 1994, I have engaged in a commercial litigation practice with the law firm of Thompson & Knight LLP ("T&K"). Currently I am a partner in the Trial Practice Group at T&K. I have handled litigation matters involving foreign parties. I am also familiar with the work required to defend an action like the one brought against CMS Nomeco. In addition to this case, I am involved in the cases with Af-Cap, Inc. in the Western District of Texas and the Fifth Circuit Court of Appeals, the FG Hemisphere cases in the Southern District of Texas and the Fifth Circuit Court of Appeals, and the NUFI case in the Northern District of Texas, all relating to the Congo.
3. T&K was hired by CMS Nomeco to serve as its counsel in this case. I have represented CMS Nomeco in this case and have performed legal work on behalf of CMS Nomeco in connection with this case. T&K has done a great deal of work in connection with this case. We have investigated the facts surrounding the claims against CMS Nomeco. We have done a significant amount of legal research. We have assisted in the preparation of pleadings. We have also assisted with the discovery served on CMS Nomeco and against the claimant.

4. Andrew B. Derman and Ellie H. Hodges, partners of my firm, and Andrew Melsheimer, an associate in our firm, have also provided services to CMS Nomeco in this action. Mr. Derman received his J.D. degree from Temple University in 1978 and was admitted to the Texas Bar in 1984. He is also licensed to practice law in the States of New York and Pennsylvania. Mr. Derman is Board Certified in Oil, Gas and Mineral Law by the Texas Board of Legal Specialization. Mr. Derman is the head of the International Energy Practice Group at T&K. Mr. Melsheimer received his J.D. degree from Louisiana State University in 2002 and was admitted to the Texas Bar in that same year. Mr. Melsheimer is also licensed to practice law in the State of Louisiana. Mr. Melsheimer has worked in our Trial Practice Group and currently works in our International Energy Practice Group.

5. Acting through our Management Committee, my law firm sets standard hourly rates for each lawyer in the firm, and such rates are normally adjusted as of January 1 each year. The standard hourly rates are set after a review by the Management Committee of client reactions to the hourly rates during the preceding year, of available information about rates charged by comparable law firms in the geographic markets in which my firm has offices, and of other information, followed by consultation with the leaders of our firm's practice groups. For example, the firm's Management Committee reviews written analyses that are published by PricewaterhouseCoopers of hourly rates charged by groups of law firms that are identified in the studies, although the specific rates charged by specific law firms are not shown. Following its annual review of relevant information, the Management Committee set the following standard hourly rates for Mr. Melsheimer, Mr. Derman, and me for 2006 and 2007, and T&K charged CMS Nomeco (and other clients of the firm) for our time at our standard hourly rates in each of those years:
 - Andrew Melsheimer, \$280 in 2006; \$330 in 2007.
 - William M. Katz, Jr., \$450 in 2006; and \$485 in 2007.
 - Andrew B. Derman, \$525 in 2006; and \$565 in 2007.

6. I am familiar with the legal work performed in this action. I have reviewed the time entries for attorneys who have worked on matters relating to this action, and I have identified the time entries that relate to defending against the writs of garnishment issued against CMS Nomeco, as well as the preparation of this fee application. Those time entries are set out in Exhibit 1 to this Declaration. Exhibit 1 to this Declaration contains only those time entries that include time spent in defending against this action. I have removed time entries in which all of the time relates to proceedings in other Courts or not pertaining to this specific action. The work of the T&K attorneys reflected on Exhibit 1 was necessary and proper in defending CMS Nomeco against the writs of garnishment and in preparing this fee application. To date, the amount of attorney's fees billed for the work reflected on Exhibit 1 to this Declaration is \$145,132.00.

7. I am familiar with the customary and reasonable charges for services rendered by attorneys for claims of the type that have been raised in a lawsuit of this complexity. In my opinion, the billing rates for each attorney that worked on this matter at T&K were reasonable for the work performed. The number of hours of work for the various tasks involved was reasonable and necessary for the representation of the interests of CMS Nomeco in this case considering that (1) the time and labor required was great, (2) the novelty and difficulty of the questions presented in this case was high, (3) the skill required to perform the legal services properly was high, due to the complex issues presented, (4) the fees charged are customary in the relevant market for this level of litigation, (5) the fee is based on a fixed hourly rate, (6) time limitations were often imposed by the circumstances of the litigation, (7) the amount claimed was substantial, and a positive result (dissolution of the writs of garnishment) was obtained, and (8) I have experience in civil matters with similar complexity as this one. Considering all of these factors, it is my opinion that the sum of \$145,132.00 is a reasonable and necessary attorney's fee for the work performed by T&K in the representation of the interests of CMS Nomeco in contesting the writs of garnishment issued in this case.
8. I am also familiar with the expenses that have been incurred in this action. Attached as Exhibit 2 to my Declaration is a summary of the expenses incurred in connection with the defense of the writs against CMS Nomeco. These expenses total \$7,607.32. In my opinion, these expenses were reasonable and necessary in the defensive efforts relating to the writs of garnishment issues in this action and the preparation of this fee application.
9. The fees and expenses described above do not include amounts relating to fees and expenses that may be incurred in proceedings arising out of any opposition to the fee application supported by this Declaration. I will supplement this Declaration with regard to any additional work and expenses that are required in connection with such opposition, including but not limited to discovery.
10. Attached as Exhibits 1 and 2 are spreadsheets itemizing the fees and expenses incurred by CMS Nomeco in defending against this action. These exhibits were prepared utilizing the information in T&K's billing systems concerning fees and expenses charged or to be charged to CMS Nomeco for this matter, which billing systems and records are kept in the ordinary course of the firm's business.
11. Exhibit 1 is a summary of time entries made by T&K attorneys who have worked on the above-captioned and numbered case on behalf of CMS Nomeco, from 2006 to the present. The entries relating to work performed by attorneys which are summarized in Exhibit 1 hereto were prepared by the individual attorneys and were entered into T&K's computer system in the ordinary course of business at or near the time that the work was performed. It is the regular practice of T&K attorneys to make such time entries and for those entries to be promptly entered into the computer system. The time entries for the work that I performed accurately reflect the work that I performed on this matter. The entries for the other attorneys reflected on Exhibit 1 represent work that was actually performed by those attorneys under the direction and supervision of other attorneys at

T&K. Where a time entry made by me or another T&K attorney contained privileged matter, that privileged matter has been redacted and a bracketed description of the subject of the privileged matter has been inserted.

12. With regard to expenses, the entries for expenses that are summarized on Exhibit 2 were entered into the T&K computer system either by persons with knowledge of the expenditure or based on information supplied by a person with such knowledge, at or near the time the expense was incurred. It is the regular practice of T&K to make such entries
13. With minor exceptions, CMS Nomeco has paid all of my firm's invoices in full.

Pursuant to 28 U.S.C. § 1746(2), I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 23, 2007.



WILLIAM M. KATZ, JR.

EXHIBIT 1

CMS NOMEKO'S ATTORNEYS' FEES AND EXPENSES IN CASE NO. 05-726-SLR

<u>DATE</u>	<u>NAME</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>DESCRIPTION</u>
01/01/06	A. Derman	1.00	525.00	Began review of Af-Cap Delaware brief
01/02/06	A. Derman	2.00	1,050.00	Review Af-Cap brief and provided comments
01/03/06	A. Derman	2.00	1,050.00	Reviewed Af-Cap reply to opposition to cross-motion for summary judgment and provided comments
01/04/06	A. Derman	1.50	787.50	Reviewed revised Af-Cap reply to opposition to cross-motion for summary judgment and provided comments; reviewed status of litigation
07/22/06	W. Katz	1.10	495.00	Review Delaware orders and decision; review e-mail from A. Derman; analyze [trial issues]; memorandum to A. Derman regarding same
07/25/06	W. Katz	.50	225.00	E-mails regarding discovery issues and Court-ordered scheduling conference; review and comment on proposed court order
07/26/06	W. Katz	.50	225.00	E-mails regarding discovery issues and scheduling order
07/27/06	A. Derman	2.00	1,050.00	Reviewed pleadings and prepared strategy and forward plan
07/28/06	A. Derman	2.00	1,050.00	Reviewed pleadings and prepared strategy and forward plan
07/28/06	W. Katz	.50	225.00	E-mails regarding Delaware litigation and strategy
08/01/06	A. Derman	1.00	525.00	Exchanged notes with team reviewed court decisions, briefs and prepared strategy and forward plan
08/08/06	W. Katz	.20	90.00	E-mails regarding Delaware disclosures; review and analyze same
08/14/06	W. Katz	.20	90.00	E-mails regarding Delaware scheduling order; review and comment on order
08/21/06	W. Katz	.60	270.00	E-mails and conferences with G. Lipe regarding scheduling order; review and analyze Af-Cap's initial disclosures and scheduling order
08/22/06	W. Katz	.80	360.00	E-mails regarding Delaware scheduling conference; review and analyze proposed order; e-mails regarding same; e-mails regarding conference call

08/23/06	W. Katz	1.20	540.00	E-mails regarding scheduling order and conference call; review various versions of order; conference call with G. Lipe and D. Grant
08/24/06	W. Katz	.50	225.00	E-mails regarding scheduling order; e-mails regarding status; conference with A. Derman
08/24/06	A. Derman	2.00	1,050.00	Reviewed and considered implications of recent orders; conversations with team
08/25/06	A. Derman	1.00	525.00	Discussions with team and prepared strategy and forward plan
08/28/06	A. Derman	1.00	525.00	Discussions with team and prepared strategy and forward plan
08/29/06	A. Derman	1.00	525.00	Discussions with team and prepared strategy and forward plan
08/30/06	A. Derman	1.00	525.00	Multiple discussions with team and prepared strategy and forward plan
08/31/06	A. Derman	1.00	525.00	Numerous discussions and prepared strategy and forward plan
09/05/06	A. Derman	1.00	525.00	Shared ideas with team and prepared strategy and forward plan
09/06/06	A. Derman	1.00	525.00	Multiple conversations with team, reviewed documents and prepared strategy and forward plan
09/07/06	A. Derman	1.00	525.00	Exchanged ideas with team and prepared strategy and forward plan
09/08/06	A. Derman	1.00	525.00	Discussions with team and prepared strategy and forward plan
09/11/06	A. Derman	1.00	525.00	Reviewed pleadings and court documents, discussions with team and prepared strategy and forward plan
09/11/06	W. Katz	.50	225.00	Conference with G. Lipe regarding experts; e-mail to A. Derman
09/12/06	A. Derman	.50	262.50	Reviewed pleadings and prepared strategy and forward plan
09/13/06	A. Derman	.50	262.50	Discussions with team and prepared strategy and forward plan
09/14/06	A. Derman	.50	262.50	Discussions with team and prepared strategy and forward plan
09/15/06	A. Derman	.50	262.50	Exchanged ideas with team and prepared strategy and forward plan
09/17/06	A. Derman	1.00	525.00	Reviewed and edited pleadings, discussions with team and prepared strategy and forward plan

09/18/06	W. Katz	3.30	1,485.00	E-mails and conferences regarding supplemental brief; review and revise brief
09/18/06	A. Derman	1.00	525.00	Reviewed draft pleadings, discussions with team and prepared strategy and forward plan
09/19/06	A. Derman	1.00	525.00	Reviewed draft pleadings, discussions with team and prepared strategy and forward plan
09/20/06	A. Derman	1.00	525.00	Discussions with team and prepared strategy and forward plan
09/21/06	A. Derman	2.50	1,312.50	Researched potential expert witnesses, discussions with team and prepare strategy and forward plan
09/22/06	A. Derman	2.50	1,312.50	Researched potential expert witnesses, discussions with team and prepared strategy and forward plan
09/25/06	A. Derman	1.00	525.00	Reviewed draft pleadings, exchanged notes with team and prepare strategy
09/26/06	A. Derman	1.50	787.50	Discussions with team and prepared strategy and forward plan
09/26/06	A. Melsheimer	.50	140.00	Analyze and review emails from A. Derman regarding Delaware matter and expert location
09/27/06	W. Katz	.50	225.00	E-mails regarding Delaware briefs and filings; review filings; conference with A. Derman regarding experts and strategy
09/27/06	A. Derman	1.00	525.00	Researched expert witness, discussions with team and prepared strategy and forward plan
09/28/06	A. Derman	1.50	787.50	Shared communications with team, focused on expert witnesses and prepared strategy and forward plan
09/29/06	A. Derman	1.00	525.00	Communications with team, focused on expert witnesses and prepared strategy and forward plan
10/01/06	A. Derman	.50	262.50	Prepared strategy and forward plan
10/02/06	A. Derman	1.00	525.00	Communications with team, focused on expert witnesses and prepared strategy and forward plan
10/03/06	A. Derman	1.50	787.50	Exchanged ideas with team, focused on expert witnesses and prepared strategy and forward plan

10/04/06	A. Derman	1.50	787.50	Communications with team, focused on expert witnesses and prepared strategy and forward plan
10/05/06	A. Derman	1.00	525.00	Communications with team, focused on expert witnesses and prepared strategy and forward plan
10/06/06	A. Derman	1.00	525.00	Communications with team, focused on expert witnesses and prepared strategy and forward plan
10/09/26	A. Derman	1.00	525.00	Communications with team, focused on expert witnesses and prepared strategy and forward plan
10/10/06	A. Derman	1.00	525.00	Exchanged ideas with team, focused on expert witnesses and prepared strategy and forward plan
10/11/06	A. Derman	2.00	1,050.00	Communications with team, focused on expert witnesses and prepared strategy and forward plan
10/12/06	A. Derman	1.00	525.00	Communications with team, focused on expert witnesses and prepared strategy and forward plan
10/13/06	A. Derman	1.50	787.50	Exchanged communications with team, focused on expert witnesses and prepared strategy and forward plan
10/16/06	A. Derman	.50	262.50	Exchanged communications with team, focused on expert witnesses and prepared strategy and forward plan
10/17/06	A. Derman	.50	262.50	Exchanged communications with team, focused on expert witnesses and prepared strategy and forward plan
10/18/06	A. Derman	1.00	525.00	Exchanged ideas with team, focused on expert witnesses and prepared strategy and forward plan
10/19/06	A. Derman	1.00	525.00	Reviewed briefing, exchanged communications with team, focused on expert witnesses and prepared strategy and forward plan
10/20/06	A. Derman	1.00	525.00	Focused on expert witnesses and prepared strategy and forward plan
10/22/06	W. Katz	.50	225.00	Telephone call from G. Lipe regarding scheduling conferences
10/23/06	W. Katz	.80	360.00	E-mails and telephone calls regarding scheduling conference and status
10/23/06	A. Derman	1.50	787.50	Exchanged communications with team, focused on expert witnesses and prepared strategy and forward plan

10/24/06	A. Derman	2.50	1,312.50	Exchanged communications with team, focused on expert witnesses and prepared strategy and forward plan
10/25/06	A. Derman	1.50	787.50	Exchanged communications with team, reviewed case law, focused on expert witnesses and prepared strategy and forward plan
10/26/06	A. Derman	2.00	1,050.00	Exchanged communications with team, focused on expert witnesses and prepared strategy and forward plan
10/27/06	A. Derman	.50	262.50	Exchanged communications with team, focused on expert witnesses and prepared strategy and forward plan
10/27/06	W. Katz	.50	225.00	E-mails regarding [pending motions]
10/30/06	A. Derman	1.00	525.00	Considered pleadings, exchanged communications with team, worked with expert witnesses and prepared strategy and forward plan
10/31/06	A. Derman	2.00	1,050.00	Considered pleadings, exchanged communications with team, worked with expert witnesses and prepared strategy and forward plan
11/01/06	A. Derman	1.50	787.50	Exchanged communications with team, worded on expert witnesses and prepared strategy and forward plan
11/01/06	W. Katz	1.30	585.00	Conference call with R. Fox regarding discovery and depositions and experts
11/02/06	W. Katz	.50	225.00	E-mails regarding expert witness and meeting in DC
11/02/06	A. Derman	1.00	525.00	Exchanged thoughts with team, worked on expert witnesses and prepared strategy and forward plan
11/03/06	A. Derman	.50	262.50	Exchanged thoughts with team, worked on expert witnesses and prepared strategy and forward plan
11/04/06	A. Derman	1.00	525.00	Reviewed materials for depositions preparation and prepared strategy and forward plan
11/05/06	A. Derman	.50	262.50	Exchanged thoughts with team, worked with expert witnesses and prepared strategy and forward plan
11/06/06	A. Derman	.50	262.50	Exchanged thoughts with team, worked with expert witnesses and prepared strategy and forward plan
11/06/06	W. Katz	.50	225.00	E-mails regarding experts

11/07/06	W. Katz	2.00	900.00	E-mails and conferences regarding experts; review, analyze, and prepare discovery responses
11/07/06	A. Derman	1.00	525.00	Exchanged thoughts with team, worked with expert witnesses and prepared strategy and forward plan
11/08/06	A. Derman	.50	262.50	Exchanged thoughts with team, worked with expert witnesses and prepared strategy and forward plan
11/09/06	A. Derman	1.00	525.00	Exchanged thoughts with team, worked with expert witnesses and prepared strategy and forward plan
11/09/06	W. Katz	1.00	450.00	Prepare discovery
11/10/06	W. Katz	.50	225.00	E-mails regarding discovery; review same
11/10/06	A. Derman	1.00	525.00	Exchanged thoughts with team, worked with expert witnesses and prepared strategy and forward plan
11/11/06	A. Derman	.50	262.50	Shared thoughts with team, worked with expert witnesses and prepared strategy and forward plan
11/12/06	A. Derman	.50	262.50	Prepared strategy and forward plan
11/13/06	A. Derman	1.00	525.00	Focused on expert witness, prepared strategy and forward plan
11/14/06	A. Derman	.50	262.50	Focused on strategy and forward plan
11/15/06	A. Derman	.50	262.50	Coordinate strategy
11/16/06	A. Derman	1.50	787.50	Focused on expert witness, prepared strategy and forward plan
11/16/06	A. Melsheimer	1.00	280.00	Analyze and review emails from A. Derman and D. Keauper; prepare letter to State Department requesting permission to use D. Keauper as an expert witness
11/16/06	W. Katz	.90	405.00	E-mails regarding expert issues; prepare letter to State Department; review pleadings
11/17/06	A. Derman	1.00	525.00	Considered draft pleadings, focused on expert witness, prepared strategy and forward plan
11/18/06	W. Katz	2.00	900.00	Review and analyze materials; prepare for meeting with potential expert

11/20/06	W. Katz	.50	225.00	E-mails and conferences regarding expert meeting
11/20/06	A. Derman	4.00	2,100.00	Prepared to visit with expert witness (Ambassador Kaeuper); flew to Washington, DC; prepared strategy and forward plan
11/21/06	W. Katz	5.00	2,250.00	Prepare for and meet with potential expert; conferences regarding same
11/21/06	A. Derman	6.00	3,150.00	Prepared for and participated in meeting with Ambassador Kaeuper in Washington, DC; prepared strategy and forward plan; return to Dallas
11/22/06	A. Derman	2.00	1,050.00	Reviewed materials for possible deposition of R. Fox on November 20
11/23/06	A. Derman	1.00	525.00	Reviewed exchange of communications and pleadings; focused on R. Fox deposition; prepared strategy and forward plan
11/24/06	A. Derman	1.00	525.00	Reviewed pleadings, prepared for London deposition of R. Fox; prepared strategy and forward plan
11/24/06	W. Katz	.50	225.00	E-mails regarding deposition; review topics for corporate representative
11/25/06	A. Derman	1.00	525.00	Prepared for R. Fox deposition
11/26/06	A. Derman	1.00	525.00	Reviewed pleadings
11/27/06	A. Derman	3.00	1,575.00	Prepared for R. Fox deposition; prepared strategy and forward plan
11/28/06	A. Derman	5.00	2,625.00	Prepared for R. Fox deposition; prepared strategy and forward plan; flew to London
11/29/06	A. Derman	6.00	3,150.00	Assisted in the preparation of R. Fox in London; prepared strategy and forward plan
11/30/06	A. Derman	8.00	4,200.00	Attended R. Fox deposition
11/30/06	A. Melsheimer	1.00	280.00	Analyze and review email from A. Derman regarding second letter to G. Taft; review code of federal regulations regarding special requirements to use government employee as an expert in litigation; prepare second letter to G. Taft; emails with B. Katz regarding same
11/30/06	W. Katz	.80	360.00	Conferences and e-mails regarding deposition and expert issues; prepare letter to State Department

12/01/06	A. Derman	6.00	3,150.00	Exchanged communications with G. Taft regarding clearance for Ambassador Kaeuper to testify as an expert witness; reviewed relevant CFR regulations; prepared and disseminated letter in support of the granting of Ambassador Kaeuper clearance to testify; reviewed pleadings; prepared strategy and forward plan
12/01/06	A. Melsheimer	.50	140.00	Revise and edit letter to G. Taft; prepare same for delivery to G. Taft
12/01/06	W. Katz	1.50	675.00	Telephone calls, e-mails, and internal conferences with A. Derman, A. Melsheimer, G. Lipe and potential expert; prepare letter to State Department regarding potential expert
12/02/06	A. Derman	.50	262.50	Reviewed pleadings; prepared strategy and forward plan
12/04/06	A. Derman	1.00	525.00	[Review] expert witness report; focused on strategy and forward plan
12/05/06	W. Katz	4.00	1,800.00	Conference call with G. Lipe and D. Kaeuper
12/05/06	A. Melsheimer	.50	140.00	Emails with A. Derman regarding Ambassador Kaeuper; telephone call with G. Taft requesting status report of approval
12/05/06	A. Derman	1.00	525.00	[Reviewed] expert witness report; focused on strategy and forward plan
12/06/06	A. Melsheimer	.50	140.00	Confer with G. Taft of State Department regarding ability of Ambassador Kaeuper to testify as an expert
12/07/06	A. Derman	1.00	525.00	[Reviewed] expert witness report; focused on strategy and forward plan
12/07/06	A. Melsheimer	1.00	280.00	Telephone calls, emails and letter to G. Taft requesting information regarding approval of D. Kaeuper
12/07/06	W. Katz	1.00	450.00	Review report; e-mails regarding State Department
12/08/06	A. Melsheimer	.50	140.00	Telephone calls and emails with G. Taft regarding approval of D. Kaeuper as an expert; receive and forward fax from G. Taft approving D. Kaeuper as expert
12/08/06	W. Katz	.50	225.00	E-mails regarding expert issues and discovery
12/08/06	A. Derman	1.00	525.00	Reviewed pleadings; [reviewed] expert witness report; focused on strategy and forward plan
12/09/06	A. Derman	1.00	525.00	Reviewed draft pleadings; [reviewed] expert witness report; focused on strategy and forward plan

12/10/06	A. Derman	1.00	525.00	Reviewed document and pleadings; [reviewed] expert witness report; focused on strategy and forward plan
12/11/06	A. Melsheimer	.50	140.00	Gather correspondence with State Department for discovery
12/11/06	W. Katz	.50	225.00	E-mails regarding expert report and production of related documents
12/11/06	A. Derman	3.50	1,837.50	Reviewed and edited draft pleadings; focused on strategy and forward plan
12/12/06	A. Derman	1.50	787.50	Reviewed and edited draft pleadings; focused on strategy and forward plan
12/12/06	W. Katz	.50	225.00	E-mails regarding expert report; review and comments on pleadings
12/13/06	A. Derman	1.00	525.00	Reviewed draft pleadings; focused on strategy and forward plan
12/14/06	A. Derman	1.50	787.50	Reviewed expert witness report; draft pleadings; focused on strategy and forward plan
12/15/06	A. Derman	1.00	525.00	Reviewed draft pleadings; focused on strategy and forward plan
12/15/06	W. Katz	.50	225.00	E-mails and analysis of expert issues
12/15/06	A. Melsheimer	.50	140.00	Review files for documents for A. Derman
12/16/06	A. Derman	1.00	525.00	Focused on strategy and forward plan
12/17/06	A. Derman	1.00	525.00	Reviewed pleadings; focused on strategy and forward plan
12/18/06	W. Katz	.50	225.00	E-mails and correspondence regarding expert issues and motion for leave
12/20/06	A. Derman	1.50	787.50	Reviewed pleadings; exchanged notes with team and focused on strategy and forward plan
12/21/06	A. Derman	1.50	787.50	Reviewed pleadings and focused on strategy and forward plan
12/22/06	A. Derman	1.00	525.00	Reviewed new pleadings; focused on strategy and forward plan
12/23/06	A. Derman	1.00	525.00	Reviewed new pleadings; focused on strategy and forward plan
12/26/06	W. Katz	.50	225.00	Review and analyze expert reports and related issues
12/27/06	A. Derman	1.00	525.00	Prepared for depositions; focused on strategy and forward plan

12/28/06	A. Derman	1.00	525.00	Prepared for deposition; focused on strategy and forward plan
01/01/07	A. Derman	1.00	565.00	Reviewed pleadings; focused on strategy and forward plan
01/02/07	A. Derman	2.00	1,130.00	Reviewed draft pleadings; focused on strategy and forward plan
01/03/07	A. Derman	1.50	847.50	Reviewed and commented on pleadings; focused on strategy and forward plan
01/04/07	A. Derman	1.00	565.00	Reviewed pleadings, exchanged notes and conversations with team; focused on strategy and forward plan
01/04/07	W. Katz	.50	242.50	E-mails regarding motions and amended pleadings; review same
01/05/07	A. Derman	2.00	1,130.00	Reviewed pleadings, exchanged notes and conversations with team; prepared for upcoming depositions; focused on strategy and forward plan
01/06/07	A. Derman	1.00	565.00	Reviewed pleadings; focused on strategy and forward plan
01/07/07	A. Derman	1.00	565.00	Reviewed pleadings; prepared for depositions; focused on strategy and forward plan
01/08/07	W. Katz	.50	242.50	E-mails regarding discovery and injunctive issues; review correspondence
01/08/07	A. Derman	1.00	565.00	Reviewed pleadings; focused on strategy and forward plan
01/09/07	A. Derman	2.00	1,130.00	Reviewed pleadings; prepared for depositions; focused on strategy and forward plan
01/09/07	W. Katz	.50	242.50	Review correspondence and memorandum regarding discovery issues
01/10/07	A. Derman	1.50	847.50	Reviewed pleadings; prepared for depositions; focused on strategy and forward plan
01/11/07	A. Derman	3.00	1,695.00	Reviewed pleadings; prepared for depositions; focused on strategy and forward plan
01/11/07	W. Katz	1.00	485.00	Review and analyze emergency pleadings; e-mails regarding same
01/12/07	W. Katz	.50	242.50	Review pleadings regarding emergency relief; e-mails regarding same
01/12/07	A. Derman	3.00	1,695.00	Reviewed pleadings; prepared for depositions and hearings; focused on strategy and forward plan

01/13/07	A. Derman	3.50	1,977.50	Reviewed pleadings; prepared for depositions and hearings; focused on strategy and forward plan
01/14/07	A. Derman	2.00	1,130.00	Prepared for hearings, reviewed pleadings, focused on strategy and forward plan
01/14/07	W. Katz	.60	291.00	Review and analyze motions for garnishment, sequestration, contempt, and injunctive relief
01/15/07	W. Katz	.50	242.50	E-mails regarding depositions
01/15/07	A. Derman	3.00	1,695.00	Reviewed pleadings, prepared for depositions and hearings, focused on strategy and forward plan
01/16/07	A. Derman	5.50	3,107.50	Prepare for hearings, reviewed pleadings, focused on strategy and forward plan
01/17/07	A. Derman	7.00	3,955.00	Prepared for hearings, reviewed pleadings, focused on strategy and forward plan; traveled to Delaware
01/18/07	A. Derman	8.00	4,520.00	Participated in hearings in Wilmington, Delaware; returned to Dallas
01/19/07	A. Derman	1.50	847.50	Exchanges notes with team regarding briefing schedule; focused on strategy and forward plan
01/21/07	A. Derman	.50	282.50	Exchanged notes with team; focused on strategy and forward plan
01/22/07	A. Derman	3.00	1,695.00	Reviewed and edited draft pleadings, focused on strategy and forward plan
01/23/07	A. Derman	3.50	1,977.50	Reviewed draft pleadings, focused on strategy and forward plan
01/24/07	A. Derman	3.00	1,695.00	Reviewed draft brief, focused on strategy and forward plan
01/25/07	A. Derman	2.50	1,412.50	Reviewed and edited briefs, focused on strategy and forward plan
01/26/07	A. Derman	1.50	847.50	Reviewed pleadings, focused on strategy and forward plan
01/29/07	A. Derman	1.50	847.50	Reviewed pleadings, focused on strategy and forward plan
01/30/07	A. Derman	1.50	847.50	Reviewed pleadings, focused on strategy and forward plan
01/31/07	A. Derman	1.50	847.50	Reviewed pleadings, focused on strategy and forward plan
02/01/07	A. Derman	1.00	565.00	Reviewed pleadings, focused on strategy and forward plan

02/08/07	A. Derman	2.00	1,130.00	Reviewed orders and pleadings; focused on strategy and forward plans
02/09/07	A. Derman	1.50	847.50	Reviewed orders and pleadings; focused on strategy and forward plans
02/10/07	A. Derman	.50	282.50	Reviewed orders and pleadings; exchanged notes with team
02/13/07	A. Derman	1.00	565.00	Reviewed case law, orders and pleadings; focused on strategy and forward plan
02/14/07	A. Derman	1.00	565.00	Reviewed orders and pleadings; focused on strategy and forward plan
02/15/07	A. Derman	2.00	1,130.00	Reviewed case law, orders and pleadings; focused on strategy and forward plan
02/18/07	A. Derman	2.50	1,412.50	Edited and disseminated comments to draft motion; exchanged notes with team
02/20/07	A. Derman	2.00	1,130.00	Reviewed reply brief; exchanged notes with team
02/21/07	A. Derman	1.00	565.00	Focused on motion to recover attorneys' fees; discussions with team
02/26/07	A. Derman	.50	282.50	Discussion with G. Lipe regarding Af-Cap withdrawal; considered implications
02/27/07	A. Derman	.50	282.50	Discussion with R. Fox regarding Af-Cap withdrawal; focused on forward plan
02/28/07	A. Derman	.50	282.50	Reviewed draft stipulation of dismissal and draft response
03/01/07	A. Derman	.50	282.50	Reviewed case law on recovery of attorney's fees
03/05/07	A. Derman	1.50	847.50	Reviewed and commented on draft pleadings
03/07/07	A. Derman	1.00	565.00	Focused on dismissal and attorneys' fees
03/08/07	A. Derman	1.00	565.00	Focused on dismissal and attorneys' fees
03/09/07	A. Melsheimer	.20	66.00	Emails with J. Powers regarding pending motions and status of case
03/09/07	A. Derman	.50	282.50	Focused on dismissal and attorneys' fees
03/12/07	A. Derman	1.50	847.50	Reviewed pleadings and case law
03/13/07	A. Melsheimer	1.00	330.00	Prepare affidavit and supporting documents for motion for attorneys' fees
03/15/07	A. Derman	1.00	565.00	Reviewed pleadings and communications related to withdrawal and attorneys' fees

03/20/07	W. Katz	1.50	727.50	Prepare application for attorneys' fees and costs; emails and conferences regarding same
03/21/07	W. Katz	1.00	485.00	Prepare fee application
	TOTALS	278.10	\$145,132.00	

EXHIBIT 2

CMS NOMEKO'S ATTORNEYS' DISBURSEMENTS AND EXPENSES IN CASE NO. 05-726-SLR

<u>DATE</u>	<u>NAME</u>	<u>AMOUNT</u>	<u>DESCRIPTION</u>
01/31/06		11.40	Copy charges
01/31/06		225.00	Electronic Research
01/31/06		4.75	Printing Costs
11/29/06	William Katz	21.90	Other Charges: Travel to Washington, DC
11/29/06	William Katz	1,178.86	Travel: Travel to Washington, DC
12/06/06	Andrew Derman	3,125.50	Travel: Trip to London to meet with CMS Nomeco
11/20/06	Andrew Derman	862.21	Travel: Trip to Washington, DC for meeting with expert
11/28/06	Andrew Derman	196.00	Travel: Taxi's and trains on trip to London to meet with CMS Nomeco-Delaware
11/28/06		383.00	Travel
01/17/07	Andrew Derman	1,598.70	Travel: Trip to Delaware to attend court hearing – CMS Nomeco
	TOTAL	\$7,607.32	